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Regulatory Counsel for Debtor

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re

CASH CLOUD, INC.,
dba COIN CLOUD,

Debtor.

Case No. BK-23-10423-mkn

Chapter 11

**BAKER & HOSTETLER'S THIRD
MONTHLY FEE STATEMENT OF
SERVICES RENDERED AND
EXPENSES INCURRED FOR THE
PERIOD FROM JULY 1, 2023
THROUGH JULY 31, 2023 AND
AUGUST 1, 2023 THROUGH AUGUST
31, 2023**

Hearing Date: N/A

Hearing Time: N/A

Baker & Hostetler ("B&H" or "Applicant"), regulatory counsel to Cash Cloud, Inc., dba Coin Cloud ("Debtor"), debtor and debtor in possession in the above-referenced chapter 11 bankruptcy case (the "Chapter 11 Case"), respectfully submits its Monthly Fee Statement for Services Rendered and Expenses Incurred for the Period from July 1, 2023 through July 31, 2023 (the "July Statement") and for the Period from August 1, 2023 through August 31, 2023 (the "August Statement"), pursuant to the *Order Authorizing Retention and Employment of Baker & Hostetler LLP as Regulatory Counsel to Debtor* [ECF No. 525] (the "Retention Order") and the Court's *Order Granting Debtor's Motion Pursuant to 11 U.S.C. §§ 105(a) and 331, And Fed. R. Banker. P. 2016,*

1 *Authorizing and Establishing Procedures for Interim Compensation and Reimbursement of*
 2 *Expenses of Professionals* [ECF No. 321] (the “Interim Compensation Procedures Order”).

3 In support of the July Statement and the August Statement, B&H respectfully represents as
 4 follows:

5 **Background**

6 1. B&H was retained as regulatory counsel to the Debtor pursuant to the Retention
 7 Order, dated and entered on May 5, 2023. On May 9, 2023, the Debtor paid B&H a retainer of
 8 \$50,000.00 (the “Retainer”) as authorized in the Retention Order. As of the date of the July
 9 Statement, the Retainer is extinguished pursuant to the B&H’s prior approved fee statements for
 10 April and May 2023 (ECF Docket Nos. 607 and 792, respectively).

11 2. B&H has endeavored to monitor and coordinate with the Debtor’s counsel in this
 12 Chapter 11 Case to ensure a clear delineation of each firm’s respective roles in connection with the
 13 representation of the Debtor in this Chapter 11 Case and to prevent duplication of services. The
 14 professional services performed and expenses incurred by B&H were actual and necessary to
 15 preserve and protect the value of the Debtor’s assets and estate.

16 3. B&H submitted three prior applications for compensation in connection with its
 17 representation of the Debtor.

18 4. The first application (the “April Statement”) was for the period of April 4, 2023
 19 through April 30, 2023 (ECF Docket No. 607) (the “April Statement Period”). In the April
 20 Statement B&H sought allowance and payment of interim compensation for fees in the amount of
 21 \$9,300.80, representing 80% of the \$11,626.00 in fees incurred for services rendered during the
 22 April Statement Period. There were no expenses incurred in the April Statement Period. The
 23 holdback under the April Statement is \$2,325.20 (the “April Holdback”).

24 5. A Certificate of No Objection to the April Statement was filed with the Court on June
 25 21, 2023 (ECF Docket No. 740).

26 6. B&H’s second application (the “May Statement”) was for the period of May 1, 2023
 27 through May 31, 2023 (ECF Docket No. 321) (the “May Statement Period”). In the May Statement,
 28 B&H sought allowance and payment of interim compensation for fees in the amount of \$130,329.20,

1 representing 80% of the \$162,911.50 in fees incurred for services rendered during the May
 2 Statement Period, and expenses in the amount of \$511.68, representing 100% of the expenses
 3 incurred in connection with services rendered during the Statement Period. The holdback under the
 4 May Statement is \$32,582.30 (the "May Holdback").

5 7. A Certificate of No Objection to the May Statement was filed with the Court on
 6 August 2, 2023 (ECF Docket No. 792).

7 8. B&H's third application (the "June Statement") was for the period of June 1, 2023
 8 through June 30, 2023 (ECF Docket No. 321) (the "June Statement Period"). In the June Statement,
 9 B&H sought allowance and payment of interim compensation for fees in the amount of \$5,867.20,
 10 representing 80% of the \$7,334.00 in fees incurred for services rendered during the June Statement
 11 Period. There were no expenses incurred during the June Statement Period. The holdback under
 12 the June Statement is \$1,466.80 (the "June Holdback").

13 **The July Statement**

14 9. In the instant application, B&H hereby seeks allowance and payment of interim
 15 compensation for services rendered and reimbursement of expenses incurred as Debtor's Court-
 16 authorized regulatory counsel during the period commencing July 1, 2023 and ending July 31, 2023
 17 (the "July Statement Period").

18 10. For the July Statement Period, B&H seeks allowance and payment of interim
 19 compensation for fees in the amount of \$7,087.20, representing 80% of the \$8,859.00 in fees
 20 incurred for services rendered during the July Statement Period. There were no expenses incurred
 21 in the July Statement Period. The holdback under the July Statement is \$1,771.80 (the "July
 22 Holdback").

23 **The August Statement**

24 11. In the instant application, B&H also hereby seeks allowance and payment of interim
 25 compensation for services rendered and reimbursement of expenses incurred as Debtor's Court-
 26 authorized regulatory counsel during the period commencing August 1, 2023 and ending August 31,
 27 2023 (the "August Statement Period").
 28

12. For the August Statement Period, B&H seeks allowance and payment of interim compensation for fees in the amount of \$1,241.60, representing 80% of the \$1,552.00 in fees incurred for services rendered during the July Statement Period. There were no expenses incurred in the July Statement Period. The holdback under the July Statement is \$310.40 (the “August Holdback”).

13. Attached hereto as Exhibit A is the name of each timekeeper who performed services in connection with the Chapter 11 Case and the regulatory matters during the July Statement Period and the August Statement Period, and the hourly rate for each such timekeeper.

14. Attached hereto as Exhibit B is a detailed schedule of time expended by the timekeepers who performed services during the July Statement Period and the August Statement Period.

15. On the same date this Statement was filed, a copy of the July Statement and the August Statement was served via electronic mail/notice on the following parties (each a “Notice Party,” and collectively the “Notice Parties”):

- a. Cash Cloud, Inc., c/o Ayala & Associates, 300 S. 4th Street, 16th Floor, Las Vegas, NV 89101 (Attn: Daniel Ayala; dayala@ayalalaw.com);
- b. Fox Rothschild, LLP, 1980 Festival Plaza Drive, Suite 700, Las Vegas, NV 89135 (Attn: Brett A. Axelrod, Esq.; baxelrod@foxrothschild.com); counsel to Debtor;
- c. United States Trustee Tracy Hope Davis, 300 Las Vegas Boulevard South, Suite 4300, Las Vegas, NV 89101 (Attn: Jared A. Day, Trial Attorney; Jared.A.Day@usdoj.gov);
- d. Seward & Kissell, LLP, One Battery Park Plaza, New York, NY 10004 (Attn: Robert J. Gayda; gayda@sewkis.com; Catherine V. LoTempio; lotempio@sewkis.com; Andrew J. Matott; matott@sewkis.com), and McDonald Carano, LLP, 2300 West Sahara Avenue, Suite 1200, Las Vegas, NV 89102 (Attn: Ryan J. Works; rworks@mcdonaldcarano.com), counsel to the Official Committee of Unsecured Creditors;
- e. Berger Singerman LLP, 1450 Brickell Avenue, Suite 1900, Miami, FL 33131 (Attn: Jordi Guso; JGuso@bergersingerman.com), and Sylvester & Polednak, Ltd., 1731 Village Center Circle, Las Vegas, NV 89134

(Attn: Jeffrey R. Sylvester; Jeff@SylvesterPolednak.com); counsel to DIP lender CKDL Credit, LLC;

f. Morrison & Foerster LLP, 250 West 55th Street, New York, NY 10019-9601 (Attn: Andrew Kissner; akissner@mofo.com; Gary Lee; glee@mofo.com), and Shea Larsen, 1731 Village Center Circle, Suite 150, Las Vegas, NV 89134 (Attn: James Patrick Shea; jshea@shea.law; Bart K. Larsen; blarsen@shea.law; Kyle M. Wyant; kwyant@shea.law); counsel to Enigma Securities Limited; and

g. Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, NY 10006, (Attn: Sean A. O'Neal; soneal@cgsh.com; Jane VanLare; jvanlare@cgsh.com), and Snell & Wilmer L.L.P., 3883 Howard Hughes Parkway, Suite 1100, Las Vegas, NV 89169 (Attn: Robert R. Kinase; rkinase@swlaw.com); counsel to Genesis Global Holdco, LLC.

16. Pursuant to the Interim Compensation Procedures Order, each Notice Party will have twenty (20) days after service (or the next business day if the 20th day is not a business day) of a Monthly Fee Application (the "Objection Deadline"), to object to the requested fees and expenses in accordance with the procedures described in subparagraph (b) set forth on page three of the Interim Compensation Procedures Order.

17. If no objections are raised on or before the Objection Deadline, Applicant shall file a certificate of no objection with the Court, after which Debtor shall be authorized to pay to Applicant an amount equal to 80 percent of the fees and 100 percent of the expenses incurred during the period covered by Applicant's Monthly Fee Application (the "Aggregate Monthly Amount").

18. If an objection is properly filed before the Objection Deadline, Applicant shall file a certificate of no objection with the Court with respect to the fees and expenses, if any, that are not subject to objection (the "Undisputed Fees" and "Undisputed Expenses"), after which Debtor shall be authorized to pay to Applicant an amount equal to 80 percent of the Undisputed Fees and 100 percent of the Undisputed Expenses incurred during the period covered by Applicant's Monthly Fee Application (the "Aggregate Monthly Undisputed Amount").

19. Applicant acknowledges that the interim payment of compensation sought in the July Statement and the August Statement does not constitute a request for final allowance of such compensation and reimbursement of expenses.

20. Neither Applicant nor any member of B&H has any agreement or understanding of any kind to divide, pay over, or share with any other person, except as among the members of B&H, any portion of the fees or expenses to be awarded pursuant to this Statement.

Dated this 15th day of September 2023.

BAKER & HOSTETLER LLP

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Michael A. Sabella
45 Rockefeller Plaza
New York, NY 10111
(212) 589-4200
msabella@bakerlaw.com
Regulatory Counsel for Debtor

Respectfully submitted by:

FOX ROTHSCHILD LLP

By: Brett A. Axelrod
BRETT A. AXELROD, ESQ.
Nevada Bar No. 5859
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
Counsel for Debtor

EXHIBIT A**Summary of B&H Professionals and Paraprofessionals****July 1, 2023 through July 31, 2023**

<u>Attorney</u>	<u>Hourly Rate</u>	<u>Application Hours</u>	<u>Total Fees</u>
Christopher W. Lamb - Associate	\$500.00	6.0	\$3,000.00
Veronica Reynolds – Associate	\$725.00	3.8	\$2,755.00
Michael A. Sabella – Counsel	\$970.00	3.2	\$3,104.00
Subtotal		13.0	\$8,859.00

Summary of B&H Professionals and Paraprofessionals**August 1, 2023 through August 31, 2023**

<u>Attorney</u>	<u>Hourly Rate</u>	<u>Application Hours</u>	<u>Total Fees</u>
Michael A. Sabella – Counsel	\$970.00	1.6	\$1,552.00
Subtotal		1.6	\$1,552.00

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EXHIBIT B
Detailed Schedule of Time Expended by Professionals and Paraprofessionals
and Detailed Schedule of Expenses Incurred

FOX ROTHSCHILD LLP
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
(702) 262-6899
(702) 597-5503 (fax)

BakerHostetler

Cash Cloud Inc.
D/B/A Coin Cloud
10190 Covington Cross Dr
Las Vegas, NV 89144

Invoice Date: 08/16/23
Invoice Number: 51180781
B&H File Number: 12918/128018/000001
Taxpayer ID Number: 34-0082025
Page 1

Regarding: Regulatory Compliance Services

For professional services rendered through July 31, 2023

BALANCE FOR THIS INVOICE DUE BY 09/15/23 \$ 8,859.00
All amounts are in United States Dollars

Remittance Copy

Please include this page with payment

Invoice No: 51180781

Firm Contact Information

Katie Young
(312) 416-6226
kyoung@bakerlaw.com

<p>Please Remit To: Baker & Hostetler LLP P.O. Box 70189 Cleveland, OH 44190-0189</p>	<p>FOR WIRE REMITTANCES: Baker & Hostetler LLP KeyBank, N.A., Cleveland, OH Account No: <u>SWIFT Code: KEYBUS33</u></p>
<p>Reference Invoice No: 51180781</p>	<p>Email the "Remittance Copy" to bakerlockbox@bakerlaw.com</p>

BakerHostetler

Cash Cloud Inc.
D/B/A Coin Cloud
10190 Covington Cross Dr
Las Vegas, NV 89144

Invoice Date: 08/16/23
Invoice Number: 51180781
B&H File Number: 12918/128018/000001
Taxpayer ID Number: 34-0082025
Page 2

Regarding: Regulatory Compliance Services

For professional services rendered through July 31, 2023

Fees \$ **8,859.00**

BALANCE FOR THIS INVOICE DUE BY 09/15/23 IN USD \$ **8,859.00**

Baker&Hostetler LLP

Atlanta *Chicago* *Cincinnati* *Cleveland* *Columbus* *Costa Mesa* *Dallas* *Denver* *Houston*
Los Angeles *New York* *Orlando* *Philadelphia* *San Francisco* *Seattle* *Washington, DC* *Wilmington*

Date	Name	Description	Hours	Amount
07/07/23	Reynolds, Veronica	Continue to research and record 53 state regulatory agency points of contact and corresponding contact information to facilitate Coin Cloud's notice letters.	0.40	290.00
07/07/23	Sabella, Michael A.	Correspondence with Debtors' counsel and Mr. Musiala regarding case status and final fee application.	0.20	194.00
07/07/23	Sabella, Michael A.	Correspondence with Mr. Musiala regarding May 2023 fee application.	0.60	582.00
07/24/23	Sabella, Michael A.	Prepare monthly and final fee application for bankruptcy case.	2.20	2,134.00
07/24/23	Sabella, Michael A.	Correspondence with Mr. Musiala regarding draft interim and final fee application.	0.10	97.00
07/31/23	Sabella, Michael A.	Correspondence with Debtors' counsel regarding fee applications.	0.10	97.00
Total			13.00	8,859.00

BakerHostetler

Cash Cloud Inc.
D/B/A Coin Cloud
10190 Covington Cross Dr
Las Vegas, NV 89144

Invoice Date: 09/13/23
Invoice Number: 51190781
B&H File Number: 12918/128018/000001
Taxpayer ID Number: 34-0082025
Page 1

Regarding: Regulatory Compliance Services

For professional services rendered through August 31, 2023

BALANCE FOR THIS INVOICE DUE BY 10/13/23 \$ 1,552.00
All amounts are in United States Dollars

Remittance Copy

Please include this page with payment

Invoice No: 51190781

Firm Contact Information

Katie Young
(312) 416-6226
kyoung@bakerlaw.com

Please Remit To:
Baker & Hostetler LLP
P.O. Box 70189
Cleveland, OH 44190-0189

Reference Invoice No:
51190781

FOR WIRE/ACH REMITTANCES:
Baker & Hostetler LLP
KeyBank, N.A., Cleveland, OH
Account No: /
SWIFT Code: KEYBUS33

Email the "Remittance Copy" to
bakerlockbox@bakerlaw.com

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Las Vegas, NV 89144

Invoice Date: 09/13/23
Invoice Number: 51190781
B&H File Number: 12918/128018/000001
Taxpayer ID Number: 34-0082025
Page 2

Regarding: Regulatory Compliance Services

For professional services rendered through August 31, 2023

Fees \$ 1,552.00

BALANCE FOR THIS INVOICE DUE BY 10/13/23 IN USD \$ 1,552.00

Baker&Hostetler LLP

*Atlanta Chicago Cincinnati Cleveland Columbus Costa Mesa Dallas Denver Houston
Los Angeles New York Orlando Philadelphia San Francisco Seattle Washington, DC Wilmington*

